

# COTTONWOOD HEIGHTS

## RESOLUTION NO. 2009-60

### A RESOLUTION APPROVING BYLAWS FOR THE COTTONWOOD HEIGHTS ARTS COUNCIL

**WHEREAS**, sections 2.140.101 through 110 and 2.140.401 through .405, inclusive, of the COTTONWOOD HEIGHTS CODE OF ORDINANCES (the "*Code*") establish the Arts Council (the "*Arts Council*") of the city of Cottonwood Heights (the "*City*") and the rules and regulations governing the Arts Council; and

**WHEREAS**, the Arts Council has promulgated and submitted to the City's city council (the "*Council*") for approval proposed bylaws ("*Bylaws*") to further govern the operation of the Arts Council; and

**WHEREAS**, the Council met in a regular meeting on 27 October 2009 to consider, among other things, approving the Bylaws, a copy of which is attached as an exhibit to this resolution; and

**WHEREAS**, after careful consideration, the Council has determined that it is in the best interests of the health, safety and welfare of the citizens of the City to approve the attached Bylaws of the Arts Council;

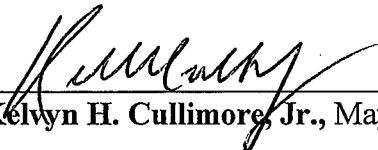
**NOW THEREFORE, BE IT RESOLVED** by the Cottonwood Heights city council that the attached Bylaws be, and hereby are, approved and adopted as the Bylaws of the Arts Council, subject to future revocation or amendment by the Council.

This Resolution, assigned no. 2009-60, shall take effect immediately upon passage.

**PASSED AND APPROVED** this 27<sup>th</sup> day of October 2009.

**COTTONWOOD HEIGHTS CITY COUNCIL**



By   
Kelvin H. Cullimore, Jr., Mayor

  
Linda W. Dunlavy, Recorder

**VOTING:**

Kelvyn H. Cullimore, Jr.	Yea <input checked="" type="checkbox"/>	Nay <input type="checkbox"/>
Gordon M. Thomas	Yea <input checked="" type="checkbox"/>	Nay <input type="checkbox"/>
J. Scott Bracken	Yea <input checked="" type="checkbox"/>	Nay <input type="checkbox"/>
Don J. Antczak <i>Absent</i>	Yea <input type="checkbox"/>	Nay <input type="checkbox"/>
Bruce T. Jones	Yea <input checked="" type="checkbox"/>	Nay <input type="checkbox"/>

**DEPOSITED** in the office of the City Recorder this 27<sup>th</sup> day of October 2009.

**RECORDED** this 27 day of October 2009.

WST\CH\530675.1

# Bylaws of the Cottonwood Heights Arts Council

## ARTICLE 1 NAME AND PURPOSES; OFFICE

Section 1.1. **Name.** The city of Cottonwood Heights, Utah (the “City”) heretofore has created the “Cottonwood Heights Arts Council”(the “*Arts Council*”) pursuant to chapter 2.140 of the COTTONWOOD HEIGHTS CODE OF ORDINANCES. The Arts Council is part of the City and is under primary supervision of the City’s manager (the “*Manager*”).

Section 1.2. **Purposes.** The Arts Council acts as an advisory body to the City to promote the arts and cultural events for the betterment of the City and its residents and to enhance the quality of life in the City. In furtherance of that goal, the Arts Council shall pursue the following purposes:

- (a) Promote events and activities which encourage community residents to enjoy a broad spectrum of literary, visual and performing arts and dance;
- (b) Provide opportunities for residents to develop and display their talents by participating in literature, visual art exhibits and performing arts events; and
- (c) Promote other activities to expand and enhance the interests of residents in artistic and cultural events.

The Arts Council is not vested with authority to make decisions regarding the public’s business. Instead, the Council’s purpose is to give non-binding advice to the City’s city council (the “*City Council*”) and the Manager, as applicable, who will then make the necessary decisions concerning the public’s business.

Section 1.3. **Discretionary Powers.** In furtherance of the aforementioned purposes, the Arts Council may:

- (a) Organize performance of plays, music and other theatrical events;
- (b) With prior approval of the Manager and the Board of Directors (the “*Board*”) of the Arts Council, solicit gifts, grants and sponsors and conduct fund-raising events to advance the arts within the City and to accomplish its other authorized purposes. Any collection and expenditure of funds by the Arts Council shall be under the direction of the City Council and the Manager pursuant to budgeting and accounting procedures currently established by City ordinance and related policies, state law and applicable regulations.
- (c) Promote an inclusive and diverse programming and broad-based community involvement through the creation and support of sub-committees of the Council, which may include separate sub-committees for literary arts, community theater, youth theater, visual arts and instrumental arts.
- (d) Advocate the arts as a significant element of school curriculum.

(e) Promote resources including staffing, facilities, and funding which support the implementation of year-round cultural arts activities focused for the benefit of City residents.

(f) Encourage and support other community-based art organizations which provide cultural art opportunities for City residents.

(g) With prior approval of the Manager, conduct other activities in furtherance of the City's goals.

Section 1.4. **Office.** The business office of the Arts Council shall be located at the City's offices, 1265 East Fort Union Blvd., Suite 250, Cottonwood Heights, Utah, or such other place as the City's offices hereafter may be located.

## **ARTICLE 2**

### **MEMBERSHIP**

Section 2.1. **Composition.** The Arts Council shall consist of up to 13 members ("Members"). The membership should be representative of the broad spectrum of the arts including literature, visual arts (such as sculpture painting and photography) and performing arts (such as music, drama, and dance). Membership on the Arts Council shall be limited to City residents or qualified individuals who have a vested interest in promoting the welfare of the City.

Section 2.2. **Appointment; Term.** Members shall be appointed to the Arts Council by the Manager, with advice and consent of the City Council. Appointment to the Arts Council shall be for a three-year term, and a Member may not serve more than two consecutive terms. If a Member is appointed to complete an unexpired term, that Member may be reappointed for two additional consecutive full terms. Terms of the initial Members of the Arts Council shall be staggered as necessary so that the terms of office of approximately one-third of the members shall expire each year, and (notwithstanding anything herein to the contrary) those members with initial terms of less than three years may be appointed to three consecutive terms.

Section 2.3. **Representation.** To the extent deemed appropriate by the Manager and the City Council, the Members of the Arts Council may be from geographically diverse parts of the city, and may be selected to assure adequate representation of each of the various disciplines.

Section 2.4. **Removal or Resignation.** Any Member of the Arts Council may be removed at any time by the Manager, with or without cause, with advice and consent of the City Council. Resignation of any Member shall be in writing delivered to the Manager.

Section 2.5. **Compensation.** Members shall not be compensated for their service on the Arts Council.

Section 2.6. **Conflicts of Interest.** Members shall be subject to conflict of interest provisions under the Municipal Officers' and Employees' Ethics Act, the City's code of ordinances and any other applicable law.

Section 2.7. **Liaison**. The Manager, with advice and consent of the City Council, shall appoint a liaison to the Arts Council from the City's executive or legislative branches. Such liaison shall serve as a non-voting, *ex officio* member of the Arts Council for such term as the Manager and City Council determine, and shall act as a liaison between the Arts Council and the City.

Section 2.8. **Support**. The Manager may assign City personnel and resources, as deemed necessary to assist the Arts Council in accomplishing its authorized functions and objectives.

### **ARTICLE 3** **OFFICERS**

Section 3.1. **Officers**. The officers of the Arts Council shall be a Chairman and a Vice-Chairman, who shall be appointed and removed by the Manager. The Chairman shall appoint a person to act as Secretary of the Arts Council.

Section 3.2. **Terms**. The Chairman and Vice-Chairman shall serve one-year terms, and shall not serve more than two consecutive terms. Unless otherwise specified by the Manager, the terms of the Chairman and Vice-Chairman shall begin March 1 and end on the last day of February of the following year.

Section 3.3. **Chairman**. The Chairman shall be the chief executive officer of the Arts Council. The Chairman shall have general and active control of the affairs and business of the Arts Council; shall have general control of its officers; shall preside at all regular meetings of the Arts Council; shall see that all orders and resolutions of the Arts Council are carried into effect; and shall perform all other duties incident to the office of Chairman.

Section 3.4. **Vice-Chairman**. The Vice-Chairman of the Arts Council shall assist the Chairman in all aspects of the Chairman's duties and shall perform the duties of the Chairman in the absence or incapacity of the Chairman. In case of the resignation or death of the Chairman, the Vice-Chairman shall perform the Chairman's duties until such time as a new Chairman shall take office as provided herein.

Section 3.5. **Secretary**. The Secretary shall be appointed by the Chairman, and shall serve at the pleasure of the Chairman. The Secretary shall keep the records of the Arts Council, see that all required notices are duly given, act as the secretary of the meetings of the Arts Council, record all votes, keep minutes and other records of the proceedings of the Arts Council, and perform such other duties or assignments as may be made from time to time by the Chairman.

Section 3.6. **Treasurer**. The Treasurer shall be appointed by the Chairman, and shall assist the Chairman concerning the financial dealings of the Arts Council, under supervision of the City's Director of Finance.

Section 3.7. **Public Relations Secretary**. The Public Relations Secretary shall be appointed by the Chairman, and shall assist the Chairman with media relations and publicity concerning the Arts Council.

Section 3.8. **Additional Duties.** The officers of the Arts Council shall perform such other duties and functions as may from time to time be required by the City Council or Manager, these bylaws, or any other rules and regulations of the Arts Council.

## **ARTICLE 4**

### **MEETINGS**

Section 4.1. **Regular Meetings.** Regular meetings of the Arts Council shall occur at least once each calendar quarter. A schedule of regular meetings shall be set before the beginning of each calendar year, and shall be promptly provided to the Manager and the City recorder (the "*Recorder*"). If the Arts Council or the Chairman determines that additional meetings are necessary, the schedule of additional meetings shall be timely reported to the Manager and the Recorder. Meetings shall be open to the public.

Section 4.2. **Quorum.** A majority of the Members constitutes a quorum, and actions of the Arts Council can be made by a majority of a quorum.

Section 4.3. **Voting.** Each Member (other than the *ex officio* member described above) shall have one vote of equal weight. All voting shall be by voice vote, provided, however, that the Chairman may call for a roll-call vote. No Member may vote *in absentia* or by proxy.

Section 4.4. **Public Comment.** If individuals not belonging to the Arts Council attend any regular meeting, the meeting shall include a period of time designated for public comment, allowing such visitors to ask questions, voice opinions, or present information and make requests. Such time for public input may be limited by the Chairman to three minutes per person/group representative, or longer if the person or group has previously contacted the Chairman to be placed on the agenda, as deemed appropriate by the Chairman for conduct of required and scheduled business.

Section 4.5. **Written Agendas.** A written agenda shall be prepared, distributed to Members, and followed for each meeting of the Arts Council, designating with reasonable specificity the items to be discussed and considered at such meeting. At the meetings of the Arts Council, any Member may submit such recommendations and information as he may consider proper concerning the business, affairs and policies of the Arts Council under consideration.

Section 4.6. **Written Minutes.** Written minutes of all meetings shall be kept, which shall include the date, time and place of the meeting; the names of the Members present and absent; the substance of all matters discussed; a record of all votes taken; and any other information a Member requests be entered into the minutes. Minutes shall be reviewed and approved by the Arts Council at the next regular meeting. A copy of the approved minutes promptly shall be submitted to the Recorder for maintenance in the City's official records. Minutes shall be made available to the public upon request. If requested by the Manager, the Recorder or the City attorney, meetings also shall be recorded, provided that the City shall provide the necessary equipment.

Section 4.7. **Public Notice and Meetings.** Meetings of the Arts Council, and notice of such meetings, shall comply with all applicable legal requirements.

Section 4.8. **Attendance.** Members shall attend all scheduled meetings of the Arts Council. Persistent failure to attend scheduled meetings without approval by the Chairman may be grounds for removal from the Arts Council.

## **ARTICLE 6**

### **SUB-COMMITTEES**

The Arts Council may create separate sub-committees for literary arts, community theater, youth theater, visual arts, and instrumental arts. Establishment of a sub-committee shall be accomplished by:

(a) The Arts Council adopting a written motion, which thereafter shall be submitted to the Manager and the City Council for approval; and

(b) Staffing each sub-committee with at least one duly-appointed and currently serving member of the Arts Council. Other sub-committee members (who need not be Members of the Arts Council) may be appointed to serve at the will of the Arts Council, provided that appointments and tenure shall be limited as necessary to provide meaningful opportunities for sub-committee service to a variety of qualified City residents.

(c) Each proposed sub-committee member appointment by the Arts Council must be approved by the Manager. Each sub-committee shall serve only in an advisory capacity to the Arts Council, and shall be managed by, accountable to, and controlled by the Arts Council. Except for those Members who are also sub-committee members, sub-committee members are not Arts Council Members and have no vote on the Arts Council.

## **ARTICLE 7**

### **FINANCES AND BUDGETING**

Section 7.1. **Budget.** The fiscal year for the Arts Council shall be from July 1 to June 30. An annual budget for the Arts Council shall be determined by the Arts Council with consent of the City Council. Any budget needs or questions shall be addressed to the City's budget officer. The City's director of finance shall serve as dispenser of budgeted funds and as auditor.

Section 7.2. **Receipts and Expenditures.** The Arts Council itself will not receive or dispense money. Instead, all financial functions shall be performed by the City's director of finance. The City Council may modify this requirement on a case-by-case basis if necessary for grant qualification or similar purposes.

**ARTICLE 8**  
**AMENDMENTS**

The power to alter, amend or repeal these bylaws or adopt new bylaws shall be vested in the Arts Council, subject to ratification by the City Council.

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